



Entered on Docket  
June 19, 2006

Hon. Linda B. Riegler  
United States Bankruptcy Judge

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*Counsel for the Official Committee of Equity Security Holders of  
USA Capital First Trust Deed Fund, LLC*

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEVADA**

|   |                     |
|---|---------------------|
| In re:  | ) BK-S-06-10725-LBR |
| USA COMMERCIAL MORTGAGE COMPANY               | ) Chapter 11        |
| Debtor.                                       | )                   |
| <hr/>   |                     |
| In re:  | ) BK-S-06-10726-LBR |
| USA CAPITAL REALTY ADVISORS, LLC,             | ) Chapter 11        |
| Debtor.                                       | )                   |
| <hr/>   |                     |
| In re:  | ) BK-S-06-10727-LBR |
| USA CAPITAL DIVERSIFIED TRUST DEED FUND, LLC, | ) Chapter 11        |
| Debtor.                                       | )                   |
| <hr/>   |                     |
| In re:  | ) BK-S-06-10728-LBR |
| USA CAPITAL FIRST TRUST DEED FUND, LLC,       | ) Chapter 11        |
| Debtor.                                       | )                   |
| <hr/>   |                     |
| In re:  | ) BK-S-06-10729-LBR |
| USA SECURITIES, LLC,                          | ) Chapter 11        |
| Debtor.                                       | )                   |

**ORDER APPROVING STUTMAN, TREISTER & GLATT P.C. EMPLOYMENT  
APPLICATION (AS AMENDED)**

1 Affects )

2 ☐ All Debtors )

3 ☐ USA Commercial Mortgage Co. )

4 ☐ USA Securities, LLC )

5 ☐ USA Capital Realty Advisors, LLC )

6 ☐ USA Capital Diversified Trust Deed )

7 ☒ USA First Trust Deed Fund, LLC )

Date: June 5, 2006

Time: 9:30 a.m.

Place: Courtroom #2

8 **ORDER AUTHORIZING OFFICIAL COMMITTEE OF EQUITY SECURITY**  
 9 **HOLDERS OF USA CAPITAL FIRST TRUST DEED FUND, LLC TO EMPLOY**  
 10 **STUTMAN, TREISTER & GLATT, P.C., AS ITS SPECIAL BANKRUPTCY**  
 11 **COUNSEL EFFECTIVE MAY 10, 2006**  
 12 **(AFFECTS USA FIRST TRUST DEED FUND, LLC)**

13 This matter having come on for hearing on the Application (the "Application") for  
 14 Order Appointed Stutman, Treister & Glatt, P.C., as Special Bankruptcy Counsel for the  
 15 Official Committee of Equity Security Holders of USA Capital First Trust Deed Fund, LLC  
 16 (the "First Trust Deed Committee"), and amendment thereto (the "Amendment"); Frank A.  
 17 Merola, Esq. of the law firm of Stutman, Treister & Glatt, P.C. ("ST&G") appearing on behalf  
 18 of the First Trust Deed Committee; and other appearances being noted on the record; and the  
 19 Court having considered the Application and the Amendment thereto; the Declaration and the  
 20 Statement of Disinterestedness of Jeffrey H. Davidson, Esq. in support thereof; the various  
 21 oppositions and replies thereto; the pleadings, papers and records on file in this matter; and all  
 22 objections having been withdrawn; and it appearing to the Court that the attorneys at ST&G  
 23 are disinterested persons who do not hold or represent an interest adverse to the Debtors'  
 24 estates in the matters upon which they are to be engaged, and that their employment for the  
 25 purposes set forth in the Application is in the best interest of USA First Trust Deed Fund,  
 26 LLC and its estate; and good cause appearing,

27 IT IS HEREBY ORDERED that the Application is granted and the First Trust Deed  
 28

1 Committee is authorized to employ ST&G as its special bankruptcy counsel herein on the  
2 terms set forth in the Application, the Amendment thereto, the Declaration thereon, and any  
3 further order the Court may issue, effective as of May 10, 2006.  
4

5  
6 SUBMITTED BY:

APPROVED/DISAPPROVED:

7 STUTMAN, TREISTER & GLATT, P.C.

SCHWARTZER & MCPHERSON, P.C.

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13 Counsel for the Official Committee of Equity  
14 Security Holders of USA Capital First Trust  
Deed Fund, LLC

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APPROVED/DISAPPROVED:

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23 Executory Contract Rights of USA  
Commercial Mortgage Company

[Proposed] Counsel for Official Committee  
of Unsecured Creditors of USA Commercial  
Mortgage Company

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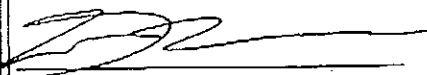
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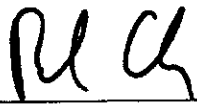
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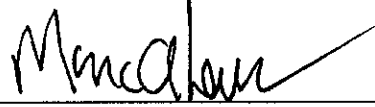
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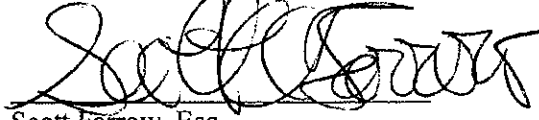
15 Counsel for certain interested parties  
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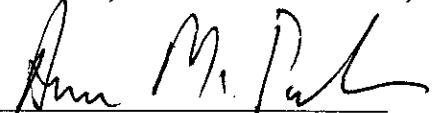
**RULE 9021 DECLARATION**

In accordance with Local Rule 9021, the undersigned certifies:

- ☐ The Court waived the requirements of LR 9021.
- ☒ I have delivered a copy of proposed order to all attorneys and unrepresented parties who appeared at the hearing regarding this matter and/or who filed a written objection and each has:
- ☒ approved the form of this order;
- ☐ waived the right to review this order; and/or
- ☐ failed to file and serve papers in accordance with LR 9021(c).
- ☐ I have delivered a copy of this proposed order to all attorneys and unrepresented parties who appeared at the hearing regarding this matter and/or who filed a written objection and all have either approved the form of this order, waived the right to review the order, failed to file and serve papers in accordance with LR 9021(c) and the following have disapproved the order:
- ☐ No opposition was filed to the motion and no other party or counsel appeared at the hearing.

DATED this 19<sup>th</sup> day of June, 2006.

STUTMAN, TREISTER & GLATT, P.C.



ANDREW M. PARLEN, ESQ.

California state bar no. 230429

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